

Division of Corporations

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Florida Department of State
Division of Corporations
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L. SELLERS

FEB 23 2009

To:

Division of Corporations
 Fax Number : (850) 617-6383

EXAMINER

From:

Account Name : BILZIN SUMBERG BAENA PRICE & AXELROD LLP
 Account Number : 075350000132
 Phone : (305) 374-7580
 Fax Number : (305) 351-2122

FLORIDA/FOREIGN LIMITED LIABILITY CO.**POWERPLAY, LLC**

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**ARTICLES OF ORGANIZATION
OF
POWERPLAY, LLC
a Florida limited liability company**

1. The name of the limited liability company is POWERPLAY, LLC.
2. The mailing address of the principal office of the limited liability company is:

2300 Sunset Drive
Sunset Island III
Miami Beach, Florida 33140
3. The street address of the principal office of the limited liability company is:

2300 Sunset Drive
Sunset Island III
Miami Beach, Florida 33140
4. The name and street address of the initial registered agent of the limited liability company are:

Jerry Powers
2300 Sunset Drive
Sunset Island III
Miami Beach, Florida 33140

Dated: as of February 19, 2009.



Jerry Powers, Authorized Representative

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**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

The undersigned, who has been designated in the foregoing Articles of Organization as registered agent for the limited liability company therein named, hereby agrees that (i) he accepts such appointment as registered agent and will accept service of process for and on behalf of said limited liability company, and (ii) he is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited liability company.

Dated: as of February 19, 2009



Jerry Powers, Registered Agent

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